

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

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	:
In re	: Chapter 11 Case No.
	:
LEHMAN BROTHERS HOLDINGS INC., et al.,	: 08-13555 (JMP)
	:
Debtors.	: (Jointly Administered)
	:
	:
-----X	

AFFIDAVIT AND DISCLOSURE STATEMENT OF DAVID MARKS QC

CITY OF LONDON )  
COUNTRY OF THE UNITED KINGDOM )

DAVID MARKS QC, being duly sworn, upon his oath, deposes and says:

1. I am a Queen's Counsel, called to the bar of England and Wales, and a member of the barristers' chambers known as 3-4 South Square, Gray's Inn, London WC1R 5HP.
2. Lehman Brothers Holdings Inc. ("LBHI") and its affiliated debtors in the above-referenced chapter 11 cases, as debtors and debtors in possession (together, the "Debtors" and, collectively with their non-debtor affiliates, "Lehman"), have requested that I provide legal services to the Debtors, in particular with regard to matters of UK law and the position of Lehman - related UK limited partnerships, and I have consented to provide such services.
3. I may have performed services in the past and may perform services in the future, in matters unrelated to these chapter 11 cases, for persons that are parties in interest in the Debtors' chapter 11 cases. As part of my customary practice, I am retained in cases, proceedings

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and transactions involving many different parties, some of whom may represent or be claimants or employees of the Debtors, or other parties in interest in these chapter 11 cases. To the best of my knowledge and belief, I do not perform services for any such person in connection with these chapter 11 cases, or have any relationship with any such person, their attorneys or accountants that would be adverse to the Debtors or their estates.

4. I have not agreed to share and will not share any portion of the compensation to be received from the Debtors with any other person other than any regular expenses encountered with the administration of any barristers' Chambers.

5. Insofar as I have been able to ascertain, I neither hold nor represent any interest adverse to the Debtors or their estates.

6. I have not provided any pre-petition services to the Debtors.

7. I am conducting further inquiries regarding my retention by any creditors of the Debtors, and upon conclusion of that inquiry, or at any time during the period of my employment, if I should discover any facts bearing on the matters described herein, I will supplement the information contained in this Affidavit.

By: *inf. h. h. h.*

Subscribed and sworn to before me  
this 24 day of April, 2009

*Ma Victoria G*  
Notary Public

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Debtors. : (Jointly Administered)  
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**RETENTION QUESTIONNAIRE**

TO BE COMPLETED BY PROFESSIONALS EMPLOYED BY LEHMAN  
BROTHERS HOLDINGS INC. OR ANY OF ITS DEBTOR AFFILIATES (collectively,  
the "Debtors")

DO NOT FILE THIS QUESTIONNAIRE WITH THE COURT.  
RETURN IT FOR FILING BY THE DEBTORS, TO:

Weil, Gotshal & Manges LLP  
767 Fifth Avenue  
New York, New York 10153  
Attn: Jennifer Sapp  
Christopher Stauble

All questions **must** be answered. Please use "none," "not applicable," or "N/A," as  
appropriate. If more space is needed, please complete on a separate page and attach.

1. Name and address:  
DAVID MARKS QC  
3-4 SOUTH SQUARE  
GRAY'S INN  
LONDON WC1R 5HP
2. Date of retention: 10 APRIL 2009

3. Type of services provided (accounting, legal, etc.):

LEGAL

4. Brief description of services to be provided:

LEGAL ADVICE AND REPRESENTATION AS IS NORMALLY  
PROVIDED BY BARRISTERS, IN PARTICULAR WITH REGARD TO  
THE POSITION OF LEHMAN - UK BASED LIMITED  
PARTNERSHIPS

5. Arrangements for compensation (hourly, contingent, etc.)

HOURLY

- (a) Average hourly rate (if applicable):

GBP600

- (b) Estimated average monthly compensation based on prepetition  
retention (if firm was employed prepetition):

N/A

6. Prepetition claims against the Debtors held by the firm:

Amount of claim: \$ NONE

Date claim arose: N/A

Source of Claim: N/A

7. Prepetition claims against the Debtors held individually by any member,  
associate, or professional employee of the firm:

Name: N/A

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Status: N/A \_\_\_\_\_

Amount of Claim: \$ ZERO \_\_\_\_\_

Date claim arose: N/A \_\_\_\_\_

Source of claim: N/A \_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

8. Stock of the Debtors currently held by the firm:

Kind of shares: NONE \_\_\_\_\_

No. of shares: NONE \_\_\_\_\_

9. Stock of the Debtors currently held individually by any member, associate, or professional employee of the firm:

Name: N/A \_\_\_\_\_

Status: N/A \_\_\_\_\_

\_\_\_\_\_

Kind of shares: N/A \_\_\_\_\_

No. of shares: N/A \_\_\_\_\_

10. Disclose the nature and provide a brief description of any interest adverse to the Debtors or to their estates with respect to the matters on which the above-named is to be employed.

NONE \_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

11. Name of individual completing this form:

DAVID MARKS QC